

12028-C

RECORDATION NO. 12028-C  
FILED 1425

FEB 23 1981 - 1 00 PM

INTERSTATE COMMERCE COMMISSION

February 20, 1981

1-054A038

No. FEB 23 1981  
Date.....  
Fee \$ 10.00

ICC Washington, D. C.

Agatha L. Mergenovich, Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Madam:

Enclosed for recordation under the provisions of 49 U.S.C. § 11303 are the original and counterparts of a Security Agreement and Chattel Mortgage Termination Agreement, dated February 5, 1981 ("Termination Agreement"), terminating the Security Agreement ("Security Agreement"), dated as of July 1, 1980 (ICC Recordation No. 12028), as amended by Amendment No. 1 to Security Agreement, dated as of August 15, 1980 (ICC Recordation No. 12028-A) and by Amendment No. 2 to Security Agreement, dated as of August 15, 1980 (ICC Recordation No. 12028-B).

A general description of the railroad rolling stock covered by the Security Agreement and released by the Termination Agreement is set forth in Schedule I - Description of Units attached to this letter and made a part hereof.

The names and addresses of the parties to the Termination Agreement are:

Lender: The Chase Manhattan Bank, N.A.  
One Chase Manhattan Plaza  
New York, New York 10081

Debtor: United States Trust Company of New York,  
as Trustee under an Amended Trust Agreement  
dated as of June 15, 1980, as amended and  
restated by an Amended and Restated Trust  
Agreement dated as of February 2, 1981  
45 Wall Street  
New York, New York 10005

RECEIVED  
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I.C.C.  
OPERATION BR.

*CT. Karpman*  
*Conveyancer*

Agatha L. Mergenovich - 2 -

February 20, 1981

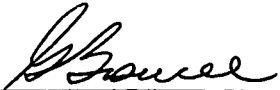
The undersigned is an executive officer of the Debtor which is a party to the enclosed document and has knowledge of the matters set forth therein.

Please return the original copy and two counterparts of the Termination Agreement to Charles T. Kappler, Esquire, Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

Also enclosed is a check in the amount of \$501.00 covering the required recording fee.

Very truly yours,

UNITED STATES TRUST COMPANY OF NEW YORK,  
as Trustee

By   
Title: ASSISTANT VICE PRESIDENT

**DESCRIPTION OF UNITS**

100-Ton 4,750 and 4,700 Cubic Foot Capacity Covered Hoppers:

(1) Manufacturer: Portec, Inc.

Number of Cars: 406

Identifying Marks: XTRX 76577-XTRX 76592, inclusive;  
MILW 101700-MILW 101799, inclusive (which covered hopper cars  
bearing identification marks MILW 101700-MILW 101799, inclusive,  
formerly bore identification marks XTRX 76593-XTRX 76692, inclusive);  
XTRX 76693-XTRX 76757 inclusive; XTRX 76759-XTRX 76927, inclusive;  
XTRX 76928-XTRX 76982, inclusive; and WVRC 9200 (which covered  
hopper car bearing identification mark WVRC 9200 formerly bore  
identification mark XTRX 76758).

(2) Manufacturer: Richmond Tank Car Company

Number of Cars: 520

Identifying Marks: XTRX 75958-XTRX 76082, inclusive;  
XTRX 76188-XTRX 76347, inclusive; MILW 101800-MILW  
101899, inclusive; and XTRX 76348-XTRX 76482,  
inclusive.

(3) Manufacturer: FMC Corporation, Marine and Rail Equipment Division

Number of Cars: 90

Identifying Marks: XTRX 76983-XTRX 76999, inclusive; and  
XTRX 77010-XTRX 77082, inclusive.

**Interstate Commerce Commission**  
Washington, D.C. 20423

2/23/81

OFFICE OF THE SECRETARY

**Charles T. Kappler, Esq.**  
**Alvord & Alvord**  
**200 World Center Building**  
**Washington, D.C. 20006**

Dear

**Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **2/23/81** at **1:00pm**, and assigned re-  
recording number(s). **12023-C**

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

SECURITY AGREEMENT AND CHATTEL  
MORTGAGE  
TERMINATION AGREEMENT

RECORDATION NO. 13028-C Filed 1425

FFB 23 1981 -1 00 PM

INTERSTATE COMMERCE COMMISSION

This Termination Agreement dated February 5, 1981 between United States Trust Company of New York, a New York corporation, not in its individual capacity but solely as Trustee (the "Debtor") under the Trust Agreement dated as of June 15, 1980, as amended, between the Debtor in its individual capacity and General Electric Credit Corporation, a New York corporation and The Chase Manhattan Bank, N.A. (the "Lender") refers to the Security Agreement and Chattel Mortgage dated as of July 1, 1980, as amended (the "Security Agreement"), between the Debtor and the Lender.

The Debtor and the Lender hereby agree that the Security Agreement is hereby terminated effective as of the date hereof and is null and void and of no further force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this Termination Agreement to be duly executed as of the day and year first above written.

UNITED STATES TRUST COMPANY  
OF NEW YORK, not individually  
but solely as Trustee under the  
Trust Agreement dated as of  
June 15, 1980 as amended with  
General Electric Credit Corporation

By Thomas B. Zebrowski  
Title: Assistant Vice President  
Address: 45 WALL ST.

N.Y. N.Y. 10005

Attn: Corp TRUST Div

[Corporate Seal]

Attest:

By Stephen J. Fala  
Title: ASSISTANT SECRETARY

THE CHASE MANHATTAN BANK, N.A.

By Colleen C. Murphy A.T.  
Title:

One Chase Manhattan Plaza  
New York, New York 10081

Attention: Land Transportation  
Division

[Corporate Seal]

Attest:

By Victor Linnell  
Title: Second Vice President

STATE OF NEW YORK )

: SS.:

COUNTY OF NEW YORK )

On this 5th day of February, 1981, before me personally appeared Thomas B. Zakrzewski, to me personally known, who, being by me duly sworn, says that he is a Assistant Vice President of United States Trust Company of New York that the seal affixed to the foregoing instrument opposite the name of said corporation is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]

SUSAN J. GRIMM  
Notary Public, State of New York  
No. 41-4713456  
Qualified in Queens County  
Commission Expires March 30, 1982

Susan J. Grimm  
Notary Public

My Commission expires: March 30, 1982

STATE OF NEW YORK )

: SS.:

COUNTY OF NEW YORK )

On this 5th day of February, 1981, before me personally appeared Calleen C. Murphy, to me personally known, who, being by me duly sworn, says that he is a Assistant Treasurer of The Chase Manhattan Bank (National Association), that the seal affixed to the foregoing instrument opposite the name of said corporation is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]

SUSAN J. GRIMM  
Notary Public, State of New York  
No. 41-4713456  
Qualified in Queens County  
Commission Expires March 30, 1982

Susan J. Grimm  
Notary Public

My Commission expires: March 30, 1982